February 2, 1989

Itel Rail Corporation

55 Francisco Street San Francisco, California 94133 (415) 984-4000

415) 781-1035 Fax

Hon. Noreta R. McGee Secretary Interstate Commerce Commission Washington, DC 20423

ICC Workledon, 19

Notice of Name Change Re: 1)

Assignment and Assumption Agreement 2)

Dear Ms. McGee:

On behalf of Itel Rail Corporation, the above instruments, in four (4) counterparts each, are hereby submitted for filing and recording pursuant to 49 U.S.C. Section 11303(a), along with the \$26 recordation fee.

Please record the above-captioned instruments under the Lease of Railroad Equipment dated as of May 1, 1979, as amended, Itel Corporation, acting through its Rail Division, as Lessee, and The Connecticut Bank and Trust Company, as Trustee, which was filed with the ICC on June 7, 1979, under Recordation No. 10461.

The parties to the aforementioned Notice of Name Change are listed below:

> Itel Rail Corporation (For indexing, in position 55 Francisco Street of "Assignor") San Francisco, California 94133

Itel Rail Holdings Corporation (For indexing, in 55 Francisco Street position of "Assignee") San Francisco, California 94133

The purpose of this Notice is to make known as a matter of public record the change in corporate name of Itel Rail Corporation to Itel Rail Holdings Corporation.

The parties to the aforementioned Assignment and Assumption Agreement are listed below:

> Itel Rail Holdings Corporation (Assignor) 55 Francisco Street San Francisco, California 94133

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Itel Rail Corporation (Assignee, a Delaware corporation 55 Francisco Street incorporated in February 1989) San Francisco California 94133

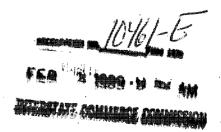
This Assignment assigns to Assignee all of Assignor's right, title and interest in and to the leases and equipment described therein.

Please return to the undersigned the stamped counterparts not required for Filing purposes, together with the ICC fee receipt and acknowledgment letter.

Very truly yours,

patricioschumacker

Patricia Schumacker Legal Department



NOTICE OF NAME CHANGE

This shall serve as notice that Itel Rail Corporation, a Delaware corporation, has changed its name effective as of January 2, 1989, to Itel Rail Holdings Corporation. Itel Rail Holdings Corporation is a Delaware corporation with its principal place of business at 55 Francisco Street, San Francisco, California 94133.

ITEL RAIL HOLDINGS CORPORATION

By *New Yearn* Robert C. Kiehnle

Title Vice President-Finance

Date January , 1989

STATE OF CALIFORNIA) ss. COUNTY OF SAN FRANCISCO)

On this day of January, 1989, before me personally appeared Robert C. Kiehnle, to me personally known, who being by me duly sworn says that he is Vice President-Finance Itel Rail Holdings Corporation, that the foregoing Notice of Name Change was signed on behalf of said corporation by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



patricia schumacku Notary Public

Interstate Commerce Commission Washington, D.C. 20423

OFFICE OF THE SECRETARY

Patricia Schumacker Itel Rail Corporation 55 Francisco Street San Francisco, Ca. 94133

Ms. Schumacker

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C.

11303, on 2/2/89

at 9:30am , and assigned re-

Neuta R. M. Lee

Secretary

cordation number(s),

8219-DAE 8233-GH 8298-FA 8322-GAH8341-NO Sincerely yours,

8610-I#J

8669-N+O

8669-**p**+ Q

8837-K+ L

8838-W4 X

8873-G&H 9050-19丁

9538-C + D

9553-C &D

10461-E4F

15558-B &C_

Enclosure(s)

* Destroyed